

# CLERK'S ANNUAL REPORT OF THE GOVERNING BODY ON COLLEGE GOVERNANCE FOR 2021-22

This Annual Report covers the statutory and administrative governance work and processes of Bridgend College during the year 1 August 2021 to 31 July 2022. It also includes details on the activities of the Governing Body.

The report is intended to provide assurance that the activities of the Governing Body have been undertaken in accordance with the Instrument and Articles of the Governing Body of Bridgend College.

The report is prepared by the Clerk to the Governing Body and is submitted to the Governing Body for scrutiny, confirmation and adoption. The report, once approved by the Governing Body, is submitted to the Welsh Government on request.

## CONTEXT

The COVID-19 pandemic continued to impact all College activities. In order to keep members fully abreast of the ever-changing situation, the Principal and Senior Leadership Team (SLT) gave very regular updates to the Governing Body and its committees.

### Learners and the curriculum

The vast majority of teaching and learning returned to face-to-face provision. The successful completion rate was slightly below target but this is in line with the sector due to the many challenges that learners have experienced during the pandemic.

Mental health was, and remains, something that is reviewed on a regular basis to safeguard learners and staff. The Governing Body received regular reports on the additional resources and staff employed to help meet the needs of the learners.



An Estyn Inspection took place in March 2022 and the report issued in July 2022 narrates the extraordinary inclusive support and care for learners, stating *“The College has a positive, caring and inclusive ethos where learners from different backgrounds feel safe and supported”*.

### Staff

Curriculum-based staff returned to onsite working whereas business support staff have adopted a hybrid style between the office and home.

Resilience levels remained high and the College maintained its 'Gold' status in the MIND Workplace Wellbeing Index for the third year running.

Staff turnover was higher than in the previous year which mirrored what was happening in society with the job market opening up.



## Estates

The most notable event for this academic year was the opening of the STEAM Academy and Landbased Centre on the Pencoed campus. These buildings have transformed the learning facilities for several curriculum areas and have been widely praised both internally and by external stakeholders. The STEAM Academy won the Royal Institute of Chartered Surveyors Regional Community Benefit Award 2022 for Wales in June 2022.



Plans and discussions for the development of a town centre campus in Bridgend continued throughout 2021-22 with the aim of opening in September 2025. This will ensure that the communities of Bridgend and the wider area benefit from exceptional 21st Century learning facilities. The Governing Body was kept up to date with the ongoing estates issues on the Cowbridge Road site throughout the year.

The Pencoed campus is undergoing a transformation and the works are due to be completed during 2022-23. This will ensure that there is a central focus point on the campus for learners and staff to enjoy.



## Finance

The financial position of the College remains strong. A small operating surplus was posted for the year despite the original budget approved being in a deficit position. Significant additional funding was received from the Welsh Government to support learners during the pandemic. The College used this funding to employ additional staff and resources, especially in relation to wellbeing and skills.

## Key people

A new Chair and Vice-Chair were appointed during the year - Jeff Greenidge was appointed as Chair in December 2021 and Judith Evans was appointed as Vice-Chair in February 2022. There were no changes in the persons appointed as senior postholders. These continued to be:

- Simon Pirotte - Principal
- Viv Buckley - Deputy Principal
- Andrew Gibbs - Vice Principal (Resources)
- Nicola Eyre - Governance Lead and Clerk to the Governing Body

## STRATEGIC MISSION

### 2020-2025 Strategic Plan

Bridgend College's mission is to "BE ALL THAT YOU CAN BE" and this is under-pinned by six core values.

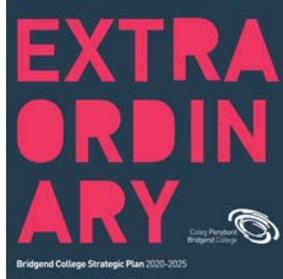
Be all  
that  
you can  
be.

#### Our Values

Our values are reinforced throughout the college community. Every member of staff, learner and partner lives and breathes our core values that make up every aspect of college life.



- Be **People Centred**
- Be **Inspirational**
- Be **Passionate**
- Be **Innovative**
- Be **A Team Player**
- Be **Inclusive**



The Strategic Plan for 2020-25 is built around the ambition of being "Extraordinary" by being *Excellent*, *Efficient* and *Engaging*. To formulate this plan, the Governing Body first held an away day in May 2019 to discuss and agree the strategic direction of the College, the culture and values that are key to this success and the performance indicators that will be measured to ensure that the College's mission is achieved. The Principal then held



workshops with staff and learners to incorporate their vision into the plan.

The plan and its accompanying video (<https://www1.bridgend.ac.uk/our-strategic-plan>) were then presented at the October 2019 Governing Body meeting for scrutiny and both were highly praised by the members. The feedback was that the aspirational nature of the plan with its global emphasis was based on the discussions held at the away day and therefore allows the Governing Body to take ownership of it. One recommendation from this meeting was that learners should be put first in the list of stakeholders and the plan was updated to include this. The Governing Body approved the plan at this meeting. Performance against the key performance indicators (KPIs) in the plan are reviewed at every Governing Body meeting so that achievement of targets is closely monitored.

## PERFORMANCE OF THE GOVERNING BODY

The Governing Body and co-opted members are required to conform with the seven Nolan principles and this is evidenced by the acceptance of the Code of Conduct on an annual basis.

The Governing Body and its committees use a balance of challenge and support in the way that it governs the College. There is a very strong working relationship between the Governing Body, its committees and the SLT which is a key strength and helps ensure that resources are used efficiently and effectively. The reputation of the Governing Body is resulting in the recruitment and appointment of very strong governors and co-opted members.



The Estyn Inspection Report stated that:

*“Governors have a clear and secure understanding of the college’s current strengths and areas for development. They recognise the need to provide robust challenge and support to senior leaders in relation to key strategic issues and effective oversight of the college’s performance. The college is maintaining a strong financial position. Governors take an active role in decision making processes on strategic issues relating to accommodation and the educational character of the college.”*

All actions from Governing Body and committee meetings are captured in RAG-rated Action Trackers which are reported on at every meeting to ensure that progress is monitored and that all actions are seen through to completion. This helps to ensure that the Governing Body is effective in its role by making a difference to Bridgend College and its ongoing successes.

# 1. GOVERNING BODY

## 1.1 Composition

For the period 1 August 2021 to 31 July 2022 the Governing Body comprised of the following:

- |     |   |  |
|-----|---|--|
| (a) | <b>Principal &amp; Chief Executive</b>                              | Simon Pirotte  |
| (b) | <b>Two members of staff: Teaching</b>                               | Sara Davies until March 2022<br>Marion Evans from March 2022     |
|     | <b>Non-teaching</b>   | Konrad Halabuda until March 2022<br>Lisa Dobbs - from March 2022 |
| (c) | <b>Two students</b>   | Esmie Guild<br>Joshua O'Sullivan-Woodward                        |
| (d) | <b>One or more representatives of local employers or businesses</b> | Joanne Oak   |

The remaining members of the Governing Body were:

Paul Croke (Chair) - retired October 2021  
D John Finch (Vice-Chair) - retired October 2021  
Kathy Lewis - retired October 2021  
Charles Smith - resigned November 2021  
Jeff Greenidge (Chair) - Acting Chair from October 2021 and appointed Chair from December 2021  
Judith Evans - Vice-Chair from February 2022  
Trish D'Souza  
John Graystone  
Dawn Lewis-Whelan  
Hayden Llewellyn  
Julia Longville  
Alwena Morgan - resigned 31 July 2021  
Joanne Oak  
Satwant Pryce

There was one new members appointed during the year for a four-year term:

Emma Adamson - appointed October 2021

The gender balance on the Governing Body at the year end was 31:69 (male:female). The Governing Body is committed to ensuring that it is as diverse and inclusive as possible in line with the Strategic Plan and external drivers such as the Welsh Government's draft Race Equality Action Plan so that Bridgend College is truly a place where everyone feels a sense of belonging.

No changes were made to the categories of members or to the determination of membership numbers.

## 1.2 Meetings

A hybrid approach to meetings was adopted for the year allowing members to choose whether they attended in person or online via Google Meet. Some meetings were held online only.

The Governing Body agrees a schedule of meetings for the year on an annual basis and during 2021-22 met on the following occasions:

### Scheduled meetings:

- 14 October 2021
- 9 December 2021
- 17 February 2022
- 7 April 2022
- 23 May 2022
- 30 June 2022

There were no special meetings held during the year. All meetings were quorate.

## 1.3 Attendance

Attendance for the six Governing Bodies was 73% (94% in 2020-21). Nine members had 100% attendance at these meetings.

Records of governors' attendance at committee meetings and other events are also kept and reported to the Search & Governance Committee for monitoring.

Governors usually attend a number of other events during the year but due to the pandemic, there were very limited this year.

## 1.4 Eligibility of Members

The eligibility of all members for 2021-22 was checked and confirmed by the Clerk in accordance with the adopted annual process. All governors, except student governors, are subject to a DBS check.

## 1.5 Register of Interests

A register of interests is maintained for members of the Governing Body, co-opted members, SLT members and the Clerk. Members are asked to declare any interests on appointment and then are subject to an annual review of previously declared interests and any new interests.

The register is available for public inspection by written request to the Clerk.

## **1.6 Payments to Governors and Notification and Award of Contracts to Members of the Governing Body**

Owing to the nature of the College's operations and the composition of the Governing Body being drawn from public and private sector organisations, it is inevitable that transactions will take place with organisations in which a member of the Governing Body may have an interest. All transactions involving such organisations are conducted at arm's length and in accordance with the College's financial regulations and normal procurement procedures.

The total expenses paid to or on behalf of the Governors during the year was £694 (3 Governors); 2020-21: none. This represents travel and subsistence expenses and other out of pocket expenses incurred in attending governor meetings and events in their official capacity.

## **1.7 Governance Documents**

During the year the following governance documents were reviewed and amendments approved by the Governing Body:

- Instrument & Articles of Government - approved in February 2022.
- Standing Orders - approved in February 2022.
- Committee Terms of Reference:
  - Curriculum & Quality and Remuneration Committees - reviewed and approved in February 2022.

The Governing Body approved the definition of a quorum for its meetings and the committees of the Governing Body in May 2022.

## **1.8 Financial Reports**

Financial reports were presented to the Governing Body at every meeting. Members were kept fully informed of the additional Welsh Government funding that the College was in receipt of to support learners during the pandemic. There were in-depth discussions about budgeting and financial forecasting in such turbulent times.

The full minutes of every Resource Planning Committee meeting were shared with the Governing Body.

The College's Annual Report and Financial Statements for the year 2021-22 were initially considered and recommended for approval at a joint meeting of the Resource Planning and Audit Committees held on 25 November 2021 with Governing Body approval given at the meeting held on 9 December 2021.

The draft College budget for 2022-23 was approved by the Governing Body at its meeting on 30 June 2022. As the budget is in a deficit position, there is a commitment from the SLT to endeavour to reduce this wherever possible over the course of the year.

### **1.9 Items considered by the Governing Body**

The Principal gave an update at every meeting on the impact that the pandemic was having on the College and the measures in place to manage and mitigate these. Other key information was also relayed to the members during the Principal's regular reports.

The Clerk presented a 'Governance Matters' report at every meeting which included items for approval and items for noting. The items requiring approval mainly consisted of recommendations from the Search & Governance Committee.

#### Standing items at every Governing Body meeting:

- Campus Developments
- Management Accounts/Financial Reports
- Corporate KPIs - the members received updates of how the College is performing against its targets at every meeting. At the year-end, all KPIs were green with the exception of the successful completion rate and achieving a minimum of 2% of turnover as operational surplus. This is a fantastic achievement given the disruption during the year.

Details of the discussions at Governing Body meetings are available in the minutes on the College's website - <https://www1.bridgend.ac.uk/governor/meetings>

### **1.10 Policies approved by the Governing Body during 2021-22**

- Ethical Investment and Finance - December 2021
- Whistleblowing - April 2022

### **1.11 Governing Body Self-Assessment**

The Search & Governance Committee received feedback from the 2020-21 review at its September 2021 meeting which was very positive.

Members are due to meet with either the Chair or Vice-Chair for an individual performance review and to discuss the performance of the Governing Body in late August/early September 2022.

As part of the annual declaration of interests, members have been asked to complete a Governing Body Self Assessment questionnaire.

## 1.12 Training

The opportunity for training was much more limited during this year due to the pandemic and the other pressures that this placed on members.

All members must complete the mandatory training on the Skillgate platform at least once every two years. The four compulsory modules are Health & Safety, Prevent, Safeguarding and Equality & Diversity.

An induction meeting was held for Emma Adamson.

Due to the pandemic, no learner walks took place during 2021-22.

Members are encouraged to access the training offered as part of the Education Training Foundation's (ETF) Governance Development Programme. Online courses, podcasts, self-directed study resources, face to face sessions, shadowing and coaching modules are available.

At the start of every Governing Body meeting in 2021-22, a Head of Curriculum presented an overview of their curriculum area(s) for the members to understand the strengths, opportunities, threats and challenges that they faced.

Governor training:

John Graystone, Alwena Morgan, Trish D'Souza attended the 'Managing Investigations' course run by Eversheds Sutherland in November 2021. The Clerk also attended this training.

Clerk Training:

- 16/9/21 - Governance Development Online Networking Events : Impactful Board Evaluations with Dr Sabine Dembkowski Run by ETF (Education and Training Foundation)
- 23/9/21 - Exploring the Complexities of College Governance Conference - run by the College Development Network ([www.cdn.ac.uk](http://www.cdn.ac.uk))
- 23/9/21 - Governance Professionals Development Workshops with Kay White - Position & Own The Value of Your Governance Role. Run by ETF
- 25/11/21 - Governance Professionals Development Workshops with Kay White: Communicate With Impact & Influence, naturally. Run by ETF
- Four coaching sessions with Kay White (Corporate Coach, Trainer and Facilitator). Run jointly by the AoC and ETF.

The Clerk attended all meetings of the Further Education Governors Network Wales.

Curriculum & Quality Committee

- June 2022 - Welsh at Bridgend College (presentation by Esmie Guild, Student Governor)

### 1.13 Senior Leadership Team

The SLT is made up of the following members:

- Principal - Simon Pirotte
- Deputy Principal - Viv Buckley
- Vice-Principal (Resources) - Andrew Gibbs
- Vice-Principal (Work Based Learning and Commercial Activity) - Matt Williams
- Vice-Principal (Learner Journey, Systems and Inclusive Practice) - Joe Baldwin
- Director of Curriculum & Quality - Liz Evans

The Director of People, Sam Morgan, left the College in February 2022 to take up an opportunity with Public Health Wales.

Matt Rees is due to commence the role of Director of Learning and Student Experience on 1 August 2022 (appointed in June 2022). Matt is currently the Head of Curriculum for Creative Arts, Sport, Education, Public Services and IT at the College.

The Principal is a member of the Governing Body, Resource Planning Committee, Curriculum & Quality Committee, Search & Governance Committee and Selection Committee. He also attends all Audit Committee and Remuneration Committee meetings.

The Deputy Principal attends all Governing Body, Curriculum & Quality Committee and Resource Planning Committee meetings.

The Vice-Principal (Resources) attends all Governing Body, Audit Committee and Resource Planning Committee meetings.

The Vice-Principal (Learner Journey, Systems and Inclusive Practice) attends all Governing Body and Curriculum & Quality Committee meetings.

The Director of Curriculum & Quality and the Vice-Principal (Work Based Learning and Commercial Activity) attend all Curriculum & Quality Committee meetings.

Other managers are invited to present at meetings as and when required.

### 1.14 Whistleblowing Procedures

There have been no instances of Whistleblowing in 2021-22

### **1.15 Appeals/Complaints**

There have been no appeals during 2021-22.

There was one complaint made against the Principal during the year. This was independently investigated and the outcome was that there was no case to answer and therefore no sanctions.

## **2. COMMITTEES OF THE GOVERNING BODY**

The Governing Body has in place a number of committees to support it in fulfilling its statutory obligations. Full minutes of all committee meetings were received and considered by the Governing Body during the year. Overall committee attendance was 85% for 2021-22.

### **2.1 Resource Planning Committee**

Members of the Committee for the year were:

Satwant Pryce - Chair

Paul Croke - retired October 2021

Sara Davies (Staff Governor) - retired March 2022

Judith Evans

John Graystone

Simon Pirotte (Principal)

Joanne Oak

Dawn Lewis-Whelan

Marion Evans (Staff Governor) - joined in May 2022

Gretchen Betts (co-opted member) returned from her sabbatical in October 2021 but resigned from the committee in June 2022 due to work pressures.

The Committee met on four occasions over the year with each meeting quorate:

7 October 2021

25 November 2021

24 March 2022

16 June 2022

The committee met with the Audit Committee on 25 November 2021 to consider the College's Financial Statements for 2021-22. A full committee meeting was held after the Audit Committee members left.

Overall attendance was 72%.

The committee received reports on budgeting, funding and enrolments, financial performance, human resources and estates and campus developments. The committee also approved one policy during the year - IT Security Policy.

This committee is actively discussing the development of the town centre campus in Bridgend. The Chair of this committee, Satwant Pryce, is the designated lead governor for this project.

The Finance Manager and Facilities Manager attended and presented at every Resource Planning Committee meeting as well as the SLT members listed in 1.13 above. The Director of People/Head of HR attended and presented at all meetings other than the one held on 25 November 2021.

## 2.2 Audit Committee

Members of the Audit Committee for the year were:

Hayden Llewellyn - Chair

D John Finch - retired October 2021

Kathy Lewis - retired October 2021

Alwena Morgan - resigned 31 July 2021

Jeff Greenidge - resigned from committee in October 2021 when he became the Acting Chair

Emma Adamson - appointed October 2021

Lisa Dobbs (staff governor) - appointed March 2022

Shelley Wyatt-Williams - co-opted member

The Committee met on four occasions during the year:

18 October 2021

25 November 2021 (joint meeting with the Resource Planning Committee)

10 March 2022

9 June 2022

The meeting planned for 12 May 2022 was cancelled as this was scheduled to interview the companies that tendered for the external audit vacancy (see below).

Overall attendance was 96%. Three out of the four meetings had 100% attendance.

TIAA were appointed as the new internal auditors from 1 August 2021 for a period of three years.

RSM, outgoing internal auditors, held a meeting with the committee members without the presence of College staff in October 2021 and presented their Internal Audit Annual Report and opinion in the October 2021 meeting for the 2020-21 academic year. The second level

of assurance of audit opinion was given as the College had requested that audits were performed in areas in need of improvement in order to achieve the best value for money. This concluded RSM's business with the College.

PwC's contract for external audit services expired on 31 July 2022. However, due to lack of expressions of interest to tender for external audit services from 1 August 2022, the Governing Body agreed to extend PwC's contract by a further year.

TIAA presented internal audit reports together with progress made on management actions. The Internal Audit Annual Report and opinion for 2021-22 will be presented to the committee in October 2022.

Reports on risk management and the Risk Register were considered at the meetings held in March 2022 and June 2022.

A certificate of losses and an evaluation of the external auditors was considered at the March 2022 meeting. An evaluation of the internal auditors was not undertaken as new internal auditors had commenced their appointment at the start of the academic year.

In October 2021, the committee received the results of its self evaluation exercise undertaken over the summer and assessed its performance for the academic year 2020-21 as providing substantial assurance. The committee also approved the 2020-21 Audit Committee Annual Report that was prepared to give assurance to the Governing Body on the College's audit arrangements and the risk management, controls and governance arrangements. The Audit Committee Annual Report and findings of the committee's self evaluation exercise for 2021-22 will be presented at the meeting scheduled for 13 October 2022.

The Audit Committee, along with the Resources Planning Committee, recommended for approval the External Audit Report on the statutory accounts for 2020-21 and associated papers at the meeting on 25 November 2021. The same process will be adopted for 2021-22 with this report and statutory accounts due to be presented at the meeting scheduled for 24 November 2022.

The internal auditors (TIAA) attended every meeting. The external auditors (PwC) were due to attend every meeting but an emergency arose and a late apology was received for the March 2022 meeting. PwC attended the other Audit Committee meetings.

### **2.3 Curriculum and Quality Committee**

Members of the Curriculum and Quality Committee for the year were:

Paul Croke (Chair) - retired October 2021  
Judith Evans - Chair from February 2022  
Emma Adamson - appointed October 2021

Esmie Guild (Student Governor)  
Konrad Halabuda (Staff Governor) - retired March 2022  
Julia Longville  
Joshua O'Sullivan-Woodward (Student Governor)  
Simon Pirotte (Principal)  
Claire Birkenshaw (Co-opted member) - resigned March 2022  
Carys Swain (Co-opted Welsh speaking member of staff)

The Committee met three times during the year:

11 November 2021  
17 March 2022  
21 June 2022

Overall attendance was 63% (72% in 2020-21).

The committee received reports/updates on the following:

- The calculated assessment grades process
- Curriculum planning
- Student services and learner journey
- Wellbeing
- FE/HE/WBL updates
- Partnerships
- The new Estyn Inspection Framework
- Welsh language
- 2020-21 Self Evaluation Report
- Teaching triangles
- Professional learning for staff
- Quality Improvement Plan
- Withdrawal of some qualifications in England and the impact of this on the College.

## 2.4 Search and Governance Committee

Members of the Search and Governance Committee for the year were:

Paul Croke (Chair) - retired October 2021  
D John Finch - retired October 2021  
Kathy Lewis - retired October 2021  
Jeff Greenidge - Chair from October 2021  
Judith Evans - Vice-Chair from February 2022  
John Graystone  
Alwena Morgan - appointed February 2022  
Simon Pirotte (Principal)

The Committee met four times on the following dates:

30 September 2021  
11 October 2021 (Special meeting)  
27 January 2022  
5 May 2022

The committee had 100% attendance at all four meetings.

The work of this committee has expanded greatly from just being a Search Committee to a committee that discusses and makes recommendations on governance issues. Matters discussed in 2021-22 included Governing Body and committee membership, succession planning, training, self-evaluation including a skills analysis and the updating of governance documents (listed above).

During the year, the committee interviewed two potential members - Emma Adamson and one other. The committee recommended that both persons were appointed and the Governing Body approved these recommendations. However, the second person declined the invitation to join the Governing Body.

## **2.5 Remuneration Committee**

Members of the Remuneration Committee for the year were:

D John Finch (Chair) - retired October 2021  
Paul Croke - retired October 2021  
Kathy Lewis - retired October 2021  
Judith Evans - Chair from February 2022  
Jeff Greenidge  
John Graystone  
Trish D'Souza  
Satwant Pryce - appointed February 2022

The Committee met three times during the year on 24 March 2022, 5 May 2022 and 22 June 2022 to consider the remuneration of the Senior Postholders and the introduction of a scheme for employees who have exceeded their Pension Lifetime Allowance. In-depth discussions took place on both of these matters with ongoing work/discussions rolling into 2022-23.

Overall attendance at meetings was 93% (100% in 2020-21).

## **2.6 Selection Committee**

Members of the Selection Committee for the year were:

D John Finch (Chair) - retired October 2021  
Paul Croke - retired October 2021  
Kathy Lewis - retired October 2021  
Judith Evans - Chair from February 2022  
Jeff Greenidge - appointed October 2021  
John Graystone  
Simon Pirotte (Principal)

No senior postholder vacancies arose during the year and therefore the committee did not meet.

**Jeff Greenidge**  
**Chair of the Governing Body**

**Nicola Eyre**  
**Clerk to the Governing Body**

**8 December 2022**